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**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

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In re: ) Chapter 11  
)  
RESIDENTIAL CAPITAL, LLC, et al., ) Case No. 12-12020 (MG)  
)  
Debtors. ) Jointly Administered  
)  
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**NOTICE OF WITHDRAWAL**

Ocwen Loan Servicing, LLC hereby withdraws with prejudice *Ocwen Loan Servicing, LLC's Request for Payment of Administrative Claims* [ECF No. 6296] and *Ocwen Loan Servicing, LLC's Request for Payment of Administrative Claims* [ECF No. 6297], each filed on January 16, 2014, a copy of which was docketed in each the following cases:

- Case No. 12-12019 (MG), *In re Residential Funding Company, LLC* [ECF Nos. 17 and 18];
- Case No. 12-12020 (MG), *In re Residential Capital, LLC* [ECF Nos. 6296 and 6297];
- Case No. 12-12024 (MG), *In re EPRE LLC* [ECF Nos. 4 and 5];
- Case No. 12-12027 (MG), *In re ETS of Washington, Inc.* [ECF Nos. 4 and 5];
- Case No. 12-12028 (MG), *In re Executive Trustee Services, LLC* [ECF Nos. 7 and 8];
- Case No. 12-12032 (MG), *In re GMAC Mortgage, LLC* [ECF Nos. 46 and 47];
- Case No. 12-12035 (MG), *In re GMACM Borrower LLC* [ECF Nos. 4 and 5]; and

- Case No. 12-12068 (MG), *In re RFC Borrower LLC* [ECF Nos. 5 and 6].

This *Notice of Withdrawal* does not affect and Ocwen reserves all of its rights arising under, among other things: (i) the *Order Under 11 U.S.C. §§ 105, 363, and 365 and Fed. R. Bankr. P. 2002, 6004, 6006, and 9014 (I) Approving (A) Sale of Debtors' Assets Pursuant to Asset Purchase Agreement with Ocwen Loan Servicing, LLC; (B) Sale of Purchased Assets Free and Clear of Liens, Claims, Encumbrances, and Other Interests; (C) Assumption and Assignment of Certain Executory Contracts and Unexpired Leases Thereto; (D) Related Agreements; and (II) Granting Related Relief* [ECF No. 2246] (the "Sale Order"); (ii) the *Order Confirming Second Amended Joint Chapter 11 Plan Proposed by Residential Capital, LLC et al. and the Official Committee of Unsecured Creditors* [ECF No. 6065] (the "Confirmation Order"); (iii) that certain Asset Purchase Agreement between Ocwen and certain of the Debtors in these chapter 11 cases (the "Sellers")<sup>1</sup> dated as of November 2, 2012 pursuant to which (a) Ocwen acquired, among other things, the servicing platform and certain mortgage servicing rights and related assets of the Sellers and (b) the parties agreed to enter into certain ancillary agreements in connection therewith (the "Ocwen APA");<sup>2</sup> and (iv) any of the Ancillary Agreements (as that term is defined in the Ocwen APA).

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<sup>1</sup> The Sellers include Residential Capital, LLC; Residential Funding Company, LLC; GMAC Mortgage, LLC; Executive Trustee Services, LLC; ETS of Washington, Inc.; EPRE LLC; GMACM Borrower LLC; and RFC Borrower LLC.

<sup>2</sup> As used herein, the term "Ocwen APA" shall have the meaning ascribed to it in the Sale Order.

Dated: New York, New York  
September 13, 2016

Respectfully submitted,

CLIFFORD CHANCE US LLP

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